

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

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In re	:	Chapter 9
	:	
CITY OF DETROIT, MICHIGAN,	:	Case No. 13-53846
	:	
Debtor.	:	Hon. Steven W. Rhodes
	:	
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**RESPONSES OF INTERNATIONAL UNION, UAW
TO DEBTOR'S REQUESTS FOR PRODUCTION OF DOCUMENTS**

International Union, UAW ("UAW") hereby responds to the April 11, 2014 requests for production of documents of Debtor City of Detroit ("City"). The UAW reserves the right to supplement its responses in whole or in part pursuant to the Federal Rules of Civil Procedure and Federal Rules of Bankruptcy Procedure.

General Objections

UAW objects to requests that seek documents that would (a) disclose information protected by attorney-client privilege; (b) disclose information protected by attorney's work-product doctrine; and/or (c) concern matters not related to the subject matter of this proceeding. In addition, UAW objects to requests that are cumulative, duplicative, overly broad and/or unduly burdensome. All of UAW's responses below are subject to and without waiver of these general objections.

Responses to Document Requests

Document Request No. 1: All documents relating to any research, studies, or analysis conducted by, requested, reviewed, or received by you or on your behalf regarding the Plan, including but not limited to:

- a) Current and/or projected cash flows for the City of Detroit;
- b) Current and/or projected budgets for the City of Detroit;
- c) The City of Detroit's inability/ability to pay its debts when they become due;

- d) The City of Detroit's inability/ability to provide civic services;
- e) Current and/or projected tax collection rates (wagering, property, and/or income) for the City of Detroit in the short term (i.e., five years), medium term (i.e., twenty years), and long term (i.e., forty years);
- f) The Detroit Water and Sewer Department ("DWSD");
- g) The Detroit Institute of Arts ("DIA");
- h) The Public Lighting Authority of Detroit ("PLA"); and
- i) reinvestment and restructuring initiatives outlined in the Plan (i.e., police services; fire services; blight removal; information technology infrastructure; and/or the City's Department of Transportation).

Response to No. 1: UAW has no responsive documents in its possession, custody or control, except documents it may have received in its capacity as a member of the Official Committee of Retirees of the City of Detroit ("Retirees Committee"). UAW understands that the Retirees Committee asserts that documents related to research, studies or analysis that it provided to its members are protected from disclosure by the work product doctrine and by confidentiality agreement. UAW defers to the Retirees Committee in this regard and asserts such objections to the production of documents as are asserted by the Retirees Committee.

Document Request No. 2: All documents relating to any research, studies, or analysis conducted by, requested, reviewed, or received by you or on your behalf regarding any alternative to the Plan. This requests includes, but is not limited to, documents that address:

- a) The effects on you and other creditors;
- b) The cost of operating the City of Detroit;
- c) What constitutes an adequate level of City services;
- d) Levels of recovery for unsecured creditors (with or without a "Grand Bargain" 1);
- e) Comparable cities and, if applicable, the basis for concluding those cities are comparable;
- f) Asset sales by the City of Detroit;
- g) Tax collection rates (wagering, property, and/or income) in the short term (i.e., five years), medium term (i.e., twenty years), and long term (i.e., forty years); and
- h) Reinvestment and restructuring initiatives (i.e., police services; fire services; blight removal; information technology infrastructure; and/or the City's Department of Transportation).

Response to No. 2: Same response as response to Request #1.

Document Request No. 3: All documents relating to any research, studies, or analysis conducted by, requested, reviewed, or received by you or on your behalf that address any plans

or intentions by you to challenge other creditors' claims and/or their recoveries if the Plan is confirmed. A full response will include any underlying assumptions.

Response to No. 3: UAW is not aware that it has any responsive documents but, to the extent it does, provides the same response as response to Request #1.

Document Request No. 4: All documents relating to any research, studies, or analysis conducted by, requested, reviewed, or received by you or on your behalf regarding how the Plan, if confirmed, would impact your claims.

Response to No. 4: Same response as response to Request #1.

Document Request No. 5: All documents relating to any research, studies, or analysis conducted by, requested, reviewed, or received by you or on your behalf regarding your or other creditors' current financial condition.

Response to No. 5: UAW objects to Request #5 to the extent it seeks documents related to the UAW's current financial condition; UAW's current financial condition is not relevant to this case. To the extent Request #5 seeks documents regarding other creditors, UAW asserts the same response as its response to Request #1.

Document Request No. 6: All documents relating to any research, studies, or analysis conducted by, requested, reviewed, or received by you or on your behalf regarding your or other creditors' projected financial condition(s) under different recovery levels.

Response to No. 6: UAW objects to Request #6 to the extent it seeks documents related to the UAW's projected financial condition; UAW's projected financial condition is not relevant to this case. To the extent Request #6 seeks documents regarding other creditors, UAW asserts the same response as its response to Request #1.

Document Request No. 7: All documents relating to any research, studies, or analysis conducted by, requested, reviewed, or received by you or on your behalf regarding your or other creditors' projected financial condition in the event the Plan is not approved or is dismissed.

Response to No. 7: UAW objects to Request #7 to the extent it seeks documents related to the UAW's projected financial condition; UAW's projected financial

condition is not relevant to this case. To the extent Request #7 seeks documents regarding other creditors, UAW asserts the same response as its response to Request #1.

Document Request No. 8: All documents relating to any claims by you against the City of Detroit, whether any such claims have been purchased or sold, the price at which any such claims were purchased or sold, and the date(s) on which any such claims were purchased or sold.

Response to No. 8: Documents related to UAW's claims against the City are already in the possession of the City. Such documents are the UAW's February 21, 2004 proof of claim ("POC") and documents attached thereto and referenced therein, including collective bargaining agreements between the City and UAW Locals; grievances referenced in the POC and any settlement agreements related to those grievances; the unfair labor practice charges referenced in the POC; the audited financial reports of the General Retirement System ("GRS") as of June 30, 2012; the books and records of the GRS; the books and records of the City's Health and Life Insurance Benefit Plan and Supplemental Death Benefit Plan; and the City's communications related to UAW's claims.

Document Request No. 9: All documents relating to any communications between you (or on your behalf) and any government regulators (foreign or domestic) related to the City of Detroit bankruptcy, the Plan, or your City of Detroit debt holdings.

Response to No. 9: UAW objects to Request #9 as seeking documents not relevant to the subject matter of this proceeding. In addition, UAW objects to this request as improperly chilling and interfering with UAW's First Amendment right to petition the government for redress of grievances. Without waiving these objections, UAW states that it is has had no communications with government regulators related to the City of Detroit bankruptcy, the Plan or any City of Detroit debt holdings.

Document Request No. 10: All documents relating to any communications between you (or on your behalf) and any government entities (listed below) or officials, directors, officers, agents, representatives, or employees thereof regarding the City of Detroit's bankruptcy. This request includes, but is not limited to, any efforts to enact legislation concerning, or any

effort to obtains funds for, the City of Detroit. The request includes documents relating to any such communications with:

- a) The White House;
- b) Any United States executive branch agencies or departments;
- c) The United States Congress;
- d) The Executive Office of the Governor of the State of Michigan;
- e) The State of Michigan Legislature;
- f) The City Council of the City of Detroit; and
- g) The Office of the Mayor of the City of Detroit.

Response to No. 10: UAW objects to Request #10 as overbroad and seeking documents not relevant to the subject matter of this proceeding. In addition, UAW objects to this request as improperly chilling and interfering with UAW's First Amendment right to petition the government for redress of grievances.

Document Request No. 11: All documents relating to any communications between you (or on your behalf) and the U.S. Trustee regarding the Plan.

Response to No. 11: UAW has no responsive documents.

Document Request No. 12: All documents relating to any research, studies, or analysis conducted by, requested, reviewed, or received by you or on your behalf regarding the City of Detroit's future creditworthiness with or without Plan approval.

Response to No. 12: Same response as response to Request #1.

Document Request No. 13: All documents relating to any common interest agreements between you and any other City of Detroit creditors.

Response to No. 13: UAW has no responsive documents.

Document Request No. 14: All documents relating to any joint defense agreements between you and any other City of Detroit creditors.

Response to No. 14: Same response as response to Request #13.

Document Request No. 15: All documents relating to any research, studies, or analysis conducted by, requested, reviewed, or received by you or on your behalf regarding debt limits or post-2006 assessments related to Limited Tax General Obligations.

Response to No. 15: Same response as response to Request #1.

Document Request No. 16: All documents relating to any notifications to any insurance carriers, including but not limited to potential/actual malpractice or breach of fiduciary duty claims since January 1, 2004.

Response to No. 16: UAW objects to Request #16 to the extent it concerns notifications unrelated to the City of Detroit bankruptcy. Subject to and without waiver of that objection, UAW states that it has no responsive documents.

Document Request No. 17: All documents relating to any communications between you (or on your behalf) and any unions, union members, retiree associations, retiree association members, or retirees related to the City of Detroit bankruptcy or the Plan.

Response to No. 17: UAW objects to Request #17 as overly broad and unduly burdensome. In addition, UAW objects to Request #17 to the extent it seeks documents over which the Retirees Committee asserts a privilege.

Document Request No. 18: All documents created prior to January 1, 2013, referring to any property included in the Detroit Institute of Arts, or the value of any such property in any evaluation of the City of Detroit, the creditworthiness of the City of Detroit, or the ability of the City of Detroit to pay its debts.

Response to No. 18: UAW has no responsive documents.

Document Request No. 19: All documents relied upon by any experts you intend to call to testify at the hearing regarding the Plan.

Response to No. 19: UAW has not determined which experts, if any, it may call at the hearing and thus does not now know which documents, if any, such experts may rely on.

Document Request No. 20: All documents related to any analysis of “unfair discrimination” in the Plan.

Response to No. 20: UAW has no responsive documents.

Document Request No. 21: All documents related to any communications by you (or on your behalf) with any other creditor or creditor group regarding City of Detroit pensions.

Response to No. 21: UAW objects to Request #21 on the ground that it is overly broad and unduly burdensome. In addition, UAW objects to Request #21 to the extent it seeks documents over which the Retirees Committee asserts a privilege.

Document Request No. 22: All documents related to any calculations of pension claims or individual retiree pensions, including the bases, methodologies, and assumptions underlying those calculations.

Response to No. 22: Same response as response to Request #1.

Document Request No. 23: All documents referred to, reviewed, consulted, or relied on in responding to Debtor's Interrogatories (served herewith) and not otherwise produced in response to these Requests for Production of Documents.

Response to No. 23: With respect to documents that UAW received in its capacity as a member of the Retirees Committee, see response to Request #1. Other than those documents, UAW has no responsive documents.

Dated: May 6, 2014

International Union, UAW

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CERTIFICATE OF SERVICE

I certify that on this 6th day of May 2014, I caused the foregoing document to be served on counsel for Debtor and for all other parties of record through the Court's CM/ECF system

/s/ *Peter D. DeChiara*

Peter D. DeChiara